

ODDLEIFSON CHRISTOPHER

Form 4

February 05, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
ODDLEIFSON CHRISTOPHER

2. Issuer Name and Ticker or Trading Symbol
INDEPENDENT BANK CORP
[INDB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/02/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

C/O INDEPENDENT BANK CORP., 288 UNION STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

ROCKLAND, MA 02370

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)	
			Code	V	Amount	(D)				Price
Common Stock	01/31/2018		G	V	1,500	D	\$ 0	86,643	D	
Common Stock	02/01/2018		G	V	1,200	D	\$ 0	85,443	D	
Common Stock	02/01/2018		G	V	400 ⁽¹⁾	A	\$ 0	400	I	by Trust I
Common Stock	02/01/2018		G	V	400 ⁽¹⁾	A	\$ 0	400	I	by Trust II
Common Stock	02/01/2018		G	V	400 ⁽¹⁾	A	\$ 0	400	I	by Trust III

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Common Stock	02/02/2018	S	400	D	\$ 72.6038 (2)	0	I	by Trust I
Common Stock	02/02/2018	S	400	D	\$ 72.6038 (2)	0	I	by Trust II
Common Stock	02/02/2018	S	400	D	\$ 72.6038 (2)	0	I	by Trust III

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ODDLEIFSON CHRISTOPHER C/O INDEPENDENT BANK CORP. 288 UNION STREET ROCKLAND, MA 02370	X		President and CEO	

Signatures

/s/ Maureen Gaffney, Power of Attorney for Christopher Oddleifson

02/05/2018

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Mr. Oddleifson made three gifts of 400 shares each for the benefit of his three children. As Mr. Oddleifson's wife is the Trustee of these trusts and the trusts are for the benefit of members of his immediate family, this form reflects the gifted shares as being transferred from direct ownership to indirect ownership. Mr. Oddleifson disclaims beneficial ownership of these securities and the filing of this report is not an admission that he is the beneficial owner of these securities for purposes of Section 16, or any other purpose.

(2) This price represents the weighted average purchase price of stock sales that were executed at prices ranging from \$72.60 through \$72.70 per share. The reporting person hereby undertakes, upon request by the SEC staff, the issuer or a security holder of the issuer, to provide full information regarding the number of shares purchased at each separate price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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